

**MARKUS WILLIAMS YOUNG & ZIMMERMANN LLC**

1700 LINCOLN STREET, SUITE 4550  
DENVER, CO 80203  
(303) 830-0800  
www.MarkusWilliams.com  
TAX ID 84-1292298

January 10, 2018

Invoice No.: 98791

Terry Odom, CEO  
Powell Valley Healthcare, Inc.  
777 Avenue H  
Powell, WY 82435

**RE: Powell Valley Healthcare, Inc.**  
11278.002 Restructure/Reorganization

**EXPENSES:**

Litigation support vendors	6,165.45
<b>TOTAL EXPENSES</b> Thru 12/31/2017	6,165.45
<b>TOTAL THIS INVOICE</b>	6,165.45
Previous Balance	\$12,651.87
<b>TOTAL OUTSTANDING INVOICES</b>	<u>\$18,817.32</u>

Your trust account balance is

Opening Balance	\$86,141.07
Closing Balance	\$86,141.07

*PAYABLE UPON RECEIPT*

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January 10, 2018

Invoice No.: 98792

Terry Odom, CEO  
Powell Valley Healthcare, Inc.  
777 Avenue H  
Powell, WY 82435

**RE: Powell Valley Healthcare, Inc.**  
11278.007 Required Reports

**PROFESSIONAL SERVICES:**

			Hours	
12/06/2017	BTH	Review bank reports for continued use of cash collateral.	0.30	88.50
12/28/2017	BTH	Review, reconcile and file monthly operating report for November 2017.	0.80	236.00
		<b>TOTAL SERVICES</b>	1.10	324.50
		<b>TOTAL THIS INVOICE</b>		324.50
		Previous Balance		\$2,094.50
		<b>TOTAL OUTSTANDING INVOICES</b>		<u><u>\$2,419.00</u></u>

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Invoice No.: 98793

Terry Odom, CEO  
Powell Valley Healthcare, Inc.  
777 Avenue H  
Powell, WY 82435

**RE: Powell Valley Healthcare, Inc.**  
11278.008 Claims

**PROFESSIONAL SERVICES:**

			Hours	
12/18/2017	BTH	Review matters related to claim of Owens & Minor; Review Stipulation with UCC and Hansen.	0.60	177.00
12/19/2017	BTH	Address matters related to stipulation for late-filed tort claim.	0.60	177.00
12/27/2017	BTH	Address creditor claims re UMIA settlement motion; Review and address Nofzinger notice of governmental claim.	0.60	177.00
	JFY	Review and analyze late filed claim issues as they relate to confirmation.	0.80	316.00
12/28/2017	BTH	Review and address matters related to late-filed governmental claim and correspondence with client and UCC re the same.	0.90	265.50
	JFY	Review and analyze claim issues as they relate to the personal injury claimants and the governmental claims act.	0.50	197.50
<b>TOTAL SERVICES</b>			4.00	1,310.00
<b>TOTAL THIS INVOICE</b>				1,310.00
Previous Balance				\$3,225.00
<b>TOTAL OUTSTANDING INVOICES</b>				<u>\$4,535.00</u>

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January 10, 2018

Invoice No.: 98794

Terry Odom, CEO  
Powell Valley Healthcare, Inc.  
777 Avenue H  
Powell, WY 82435

**RE: Powell Valley Healthcare, Inc.**  
11278.013 Insurance Issues

**PROFESSIONAL SERVICES:**

			Hours	
12/01/2017	JMS	Conferences with J. Burghardt and S. Goldstein re UMIA settlement and UMIA's agreement that \$3 million payment did not include sale of Tail Policy.	1.50	465.00
	JFY	Review and analyze settlement issues.	0.50	197.50
12/04/2017	JMS	Review and revisions to proposed Global Settlement Agreement with UMIA; Conferences with Committee counsel re same.	4.80	1,488.00
12/05/2017	JMS	Continuing negotiations and revisions to UMIA settlement agreement.	2.50	775.00
12/06/2017	JMS	Continued negotiations re UMIA settlement agreement.	3.20	992.00
	BTH	Continue review and revisions to UMIA global settlement agreement; Address additional issues related to release parties in UMIA agreement; Phone conferences with parties to discuss final revisions to UMIA agreement; Address UMIA extension of time to object and review associated pleadings; Review final agreement with UMIA and send to client for approval; Review UCC limited objection to Plan; Review and revise T. Odom affidavit in support of confirmation; Review agreement with Hansen.	6.30	1,858.50
12/07/2017	JMS	Review and revise motion for approval of UMIA settlement.	2.00	620.00
	JMS	Follow-up re execution of UMIA settlement.	1.20	372.00
	JMS	Conference call with client and Dr. Jarvis re execution of UMIA settlement agreement.	1.50	465.00
	BTH	Phone conference with T. Odom and others to address concerns of release party in UMIA agreement; Follow-up conferences to address outcome of meeting with release party; Correspondence with insurers to address pending hearings; Finalize draft affidavit for T. Odom in support of confirmation; Review and research prior noticing of parties in case.	5.30	1,563.50
12/08/2017	JMS	Review and revisions to motion for approval of settlement agreement.	1.50	465.00

			Hours	
12/09/2017	BTH	Review and revise UMIA settlement motion.	0.70	206.50
12/11/2017	JMS	Review and revisions to proposed order approving UMIA settlement agreement and sale.	0.50	155.00
	BTH	Review and revise proposed Order on UMIA Motion; Reconcile proposed Order on UMIA Motion with language in UMIA Agreement and UMIA Motion; Update client on UMIA Settlement; Coordinate finalization of UMIA Settlement Agreement; Addition review of UMIA Settlement documents to address additional concerns and revisions from UMIA; Revise exhibit to UMIA Settlement and coordinate objection deadline.	4.60	1,357.00
	BTH	Review order continuing confirmation; Draft notice of UMIA Settlement.	0.80	236.00
	JFY	Continue to discuss and correspond with insurance counsel re settlement issues.	0.60	237.00
	JFY	Review and analyze insurance company settlement issues.	0.80	316.00
	JFY	Review and analyze procedures for approval of proposed settlement with insurance carriers.	0.80	316.00
12/12/2017	JFY	Review and analyze noticing and procedural issues re proposed settlement with insurance carriers.	1.00	395.00
12/13/2017	BTH	Finalize and file notice of UMIA Agreement; Review, reconcile and finalize mailing matrixes to conform with Rules and UMIA Agreement; Correspondence with vendors on proper service of UMIA documents.	1.90	560.50
12/14/2017	BTH	Address creditor inquiries re UMIA settlement motion.	0.60	177.00
	JFY	Review and analyze procedural issues re confirmation and potential approval of settlement agreement with insurance carriers.	0.80	316.00
12/18/2017	BTH	Address creditor inquiries regarding UMIA settlement motion (.5); Correspondence with T. Odom re addressing inquiries on UMIA settlement motion (.2); Address potential issues with inquiries from parties receiving notice of UMIA settlement motion (.4).	1.10	324.50
12/19/2017	BTH	Address additional creditor inquiries to UMIA settlement motion (.3); Address matters related to future hearing on UMIA settlement motion (.2); Review COS for UMIA settlement motion and draft and finalize documents for filing COS under seal (1.3).	1.80	531.00
12/21/2017	BTH	Address creditor inquiries for UMIA settlement motion.	0.30	88.50
12/26/2017	BTH	Address creditor inquiries with UMIA settlement motion.	0.30	88.50
		<b>TOTAL SERVICES</b>	46.90	14,566.00
		<b>TOTAL THIS INVOICE</b>		14,566.00
		Previous Balance		\$60,550.88

**TOTAL OUTSTANDING INVOICES**

**\$75,116.88**

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January 10, 2018

Invoice No.: 98795

Terry Odom, CEO  
Powell Valley Healthcare, Inc.  
777 Avenue H  
Powell, WY 82435

**RE: Powell Valley Healthcare, Inc.**  
11278.014 Plan and Disclosure Statement

**PROFESSIONAL SERVICES:**

			Hours	
12/01/2017	JMS	Draft Stipulation to revise Homeland and Lexington objections to Amended Plan.	1.70	527.00
	BTH	Address creditor inquiry from State re solicitation materials; Draft motion and order to allow T. Odom to appear by video; Review and compile ballots submitted for confirmation of Amended Plan; Review and address ballot issues with Bank; Settlement conferences with parties in case to address open items with confirmation of Amended Plan; Continue review and discussion of issues with Insurers.	5.70	1,681.50
	JFY	Review and analyze plan confirmation issues.	0.50	197.50
	JFY	Prepare memorandum of law in support of confirmation.	0.80	316.00
12/04/2017	JMS	Review and revisions to memorandum in support of Amended Plan.	0.50	155.00
	JMS	Review settlement agreement between Tort claimants and Hansen related to UMIA settlement.	0.40	124.00
	BTH	Review and revise global agreement with UMIA; Address creditor inquiries re solicitation materials; Conferences with S. Goldstein and T. Swanson to discuss UMIA global agreement; Review and revise stipulation with Homeland and Lexington to prevent confirmation objections; Advise client on pending matters with Plan confirmation.	5.70	1,681.50
	JFY	Continue to review and analyze settlement issues with personal injury claimants and insurance carriers.	0.80	316.00
	JFY	Review and analyze plan confirmation issues.	0.40	158.00
	JMS	Continue drafting stipulation re changes to plan with Lexington and Homeland.	0.80	248.00

			Hours	
12/05/2017	BTH	Review UMIA agreement and provide additional suggested changes to address covered claims under UMIA Tail Policy; Finalize Stipulation with Homeland and Lexington and address the same with client; Address correspondence from parties re proposed revisions to UMIA agreement and stipulation with other insurers; Address matters related to release parties in UMIA agreement; Review additional revisions from T. Swanson re UMIA agreement; Phone conferences with parties in case; Review docket entries.	4.80	1,416.00
	JFY	Correspondence and discussions with various parties re settlement issues involving insurance carriers.	0.90	355.50
12/06/2017	JFY	Continue to prepare memorandum in support of confirmation.	1.30	513.50
12/07/2017	JFY	Continue to prepare documents in support of chapter 11 plan including memorandum of law and related declarations.	1.90	750.50
	JFY	Correspondence, discussions and analysis re proposed settlements with the insurance carriers.	0.80	316.00
12/08/2017	BTH	Review proposed motion to continue confirmation hearing; Correspondence with parties re addressing confirmation hearing in light of UMIA agreement.	0.70	206.50
12/12/2017	BTH	Prepare for and attend status hearing on confirmation of Plan (.9); Research re proper noticing parties for UMIA Settlement and ensure mailing matrixes contain adequate parties (2.4); Address noticing matters with T. Odom (.2); Address creditor inquiries re Amended Plan (.3).	3.80	1,121.00
12/15/2017	JFY	Continue to work on plan confirmation issues as they relate to settlement with insurance carriers; Correspondence with others re same.	1.00	395.00
12/18/2017	JMS	Prepare, review and revise strategy to respond to inquiries re the UMIA settlement; Conference with B. Hunsicker re same.	0.30	93.00
12/22/2017	JMS	Legal research in support of Memorandum in support of plan of reorganization.	4.20	1,302.00
	BTH	Research issues re third party releases in Plan.	1.20	354.00
12/27/2017	JMS	Legal research and draft memorandum in support of plan of reorganization.	7.10	2,201.00
	BTH	Address matters related to drafting of memorandum in support of confirmation of Amended Plan.	1.60	472.00
<b>TOTAL SERVICES</b>			46.90	14,900.50
<b>TOTAL THIS INVOICE</b>				14,900.50
Previous Balance				\$40,244.80
<b>TOTAL OUTSTANDING INVOICES</b>				<u>\$55,145.30</u>

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Invoice No.: 98796

Terry Odom, CEO  
Powell Valley Healthcare, Inc.  
777 Avenue H  
Powell, WY 82435

**RE: Powell Valley Healthcare, Inc.**  
11278.015 Employment and Fee Applications

**PROFESSIONAL SERVICES:**

			Hours	
12/12/2017	BTH	Review and code time entries for November interim fee application.	0.50	147.50
12/14/2017	BTH	Review and finalize monthly interim fee application for November 2017.	0.70	206.50
12/18/2017	BTH	Review UCC third application for approval of fees and advise client of the same.	0.30	88.50
		<b>TOTAL SERVICES</b>	1.50	442.50
		<b>TOTAL THIS INVOICE</b>		442.50
		Previous Balance		\$12,976.50
		<b>TOTAL OUTSTANDING INVOICES</b>		<u>\$13,419.00</u>

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